

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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THE CITY OF EDINBURGH COUNCIL ON : Civil Action No. 1:07-cv-09921-PKC  
BEHALF OF THE LOTHIAN PENSION :  
FUND, On Behalf of Itself and All Others : CLASS ACTION  
Similarly Situated, :  
: Plaintiff, :  
: :  
vs. :  
: :  
VODAFONE GROUP PUBLIC LIMITED :  
COMPANY, et al., :  
: Defendants. :  
:  
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**DECLARATION OF DAVID A. ROSENFELD IN OPPOSITION TO DEFENDANTS'  
MOTION TO DISMISS THE AMENDED COMPLAINT**

DAVID A. ROSENFELD declares, under penalty of perjury:

1. I am a member of Coughlin Stoia Geller Rudman & Robbins LLP (“Coughlin Stoia”), one of Plaintiffs’ counsel in the action entitled *The City Of Edinburgh Council On Behalf Of The Lothian Pension Fund v. Vodafone Group Public Limited Co., et al.*, Civil Action No. 07-cv-9921. I submit this Declaration in Opposition to Defendants’ Motion to Dismiss the Amended Complaint.

2. Attached hereto as Exhibit A is a chart prepared by counsel depicting the timing of statements made Defendants and corresponding insider sales.

3. Attached hereto as Exhibit B is a chart prepared by counsel identifying portions of materially false and misleading statements made by Defendants during the Class Period.

4. Attached hereto as Exhibit C is a chart prepared by counsel identifying the following for each analyst report quoted in the Amended Complaint (“AC”): (i) the names of the executives that spoke with the analysts; (ii) the specific analysts’ conference and when it took place; (iii) a description of the statements made to the analyst; and (iv) the resulting analyst report.

5. Attached hereto as Exhibit D is a true and accurate copy of the presentation slides shown to analysts and investors by defendant Sarin on October 6, 2004 at the Goldman Sachs Communacopia XIII Conference in New York, New York.

6. Attached hereto as Exhibit E is a true and accurate copy of the presentation slides shown to analysts and investors by defendant Sarin on September 22, 2005 at the Communacopia XIV Conference in New York, New York.

7. Attached hereto as Exhibit F is a chart prepared by counsel summarizing the supplementary facts obtained from conversations with additional confidential witnesses, which further support Plaintiffs' claims.

DATED: July 22, 2008

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*/s/ David A. Rosenfeld*  
DAVID A. ROSENFELD

**CERTIFICATE OF SERVICE**

I, David A. Rosenfeld, hereby certify that on July 22, 2008, I caused a true and correct copy of the attached:

Memorandum of Law in Opposition to Defendants' Motion to Dismiss the Amended Complaint; and

Declaration of David A. Rosenfeld in Opposition to Defendants' Motion to Dismiss the Amended Complaint,

to be served: (i) electronically on all counsel registered for electronic service for this case; and (ii) by first-class mail to any additional counsel.

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*/s/ David A. Rosenfeld*

David A. Rosenfeld

VODAFONE 07

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